



THE UNITED STATES
CORPORATION
COMPANY

A99000002091

ACCOUNT NO. : 072100000032

REFERENCE : 513652 4357530

AUTHORIZATION : Patricia Tzyu

COST LIMIT : \$ 1,785.00

ORDER DATE : December 13, 1999

ORDER TIME : 2:23 PM

ORDER NO. : 513652-005

CUSTOMER NO: 4357530

300003070213--5

CUSTOMER: Randi Newbery, Esq
CARLESI & NEWBERY, L.L.C.
CARLESI & NEWBERY, L.L.C.
119 Cherry Hill Rd.

Parsippany, NJ 07054

DOMESTIC FILING

NAME: HENDLER PARTNERS, LIMITED
PARTNERSHIP

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS:

12/14/99
BK

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC 14 PM 3:15

RECEIVED

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
DEC 14 PM 3:12

RESUBMIT

Please give original
submission date as file date.

December 14, 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 14 PM 5:12

CARRIE VAUGHT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: HENDLER PARTNERS, LIMITED PARTNERSHIP
Ref. Number: W99000028445

We have received your document for HENDLER PARTNERS, LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

As discussed, with a total anticipated amount of \$5,655,567.00, this partnership would pay the MAXIMUM required filing fee of \$1,750.00 and the R.A. fee of \$35.00.

The TOTAL AMOUNT required to file this partnership would be \$1,785.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 399A00058601

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
STATE
CLERK
DIVISION OF CORPORATIONS
99 DEC 14 PM 5:12

1. HENDLER PARTNERS, LIMITED PARTNERSHIP
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 21493 Linwood Court, Boca Raton, Florida 33438
(Business address of Limited Partnership)
3. Corporation Service Company
(Name of Registered Agent for Service of Process)
1201 Hays Street, Tallahassee, Florida 32301-2607
(Florida street address for Registered Agent)
4. _____
5. By: Laura E. Duff
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. c/o Thomas S. Carlesi, 119 Cherry Hill Road, Parsippany, New Jersey, 07054
(Mailing Address of the Limited Partnership)

7 The latest date upon which the Limited Partnership is to be dissolved is: April 2, 2028

8. Name(s) of general partner(s):

Street address:

Robert C. Hendler

21493 Linwood Court, Boca Raton, Florida 33438

Autu P. Hendler

21493 Linwood Court, Boca Raton, Florida 33438

Stephen P. Berlamino

106 E. Ridgewood, Avenue, Paramus, NJ 07652

Under penalties of perjury ~~XX~~(we) declare that ~~XX~~(we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 23rd day of November, 19 99

Signature of all general partners:

Robert C. Hendler
General Partner ROBERT C. HENDLER

Autu P. Hendler
General Partner AUTU P. HENDLER

Stephen P. Berlamino
General Partner STEPHEN P. BERLAMINO

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of

Hendler Partners, Limited Partnership

a Florida Limited Partnership, certify.

FILED
CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
99 DEC 14 PM 5:12

The amount of capital contributions to date of the limited partners is \$ 1,020

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 5,655,567

Signed this 23rd day of November, 19 99

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that facts stated herein are true and correct.

RB
General Partner ROBERT C. HENDLER

A P Hendler
General Partner AUTA HENDLER

Stephen P. Berlamino
General Partner STEPHEN P. BERLAMINO

General Partner

General Partner

General Partner